

0100365047 DWJ.



## Union Tank Car Company

225 West Washington Street  
Chicago, Illinois 60606  
312/372-9500

RECORDATION NO. 15291-D FILED 1425

SEP 14 1994 -3 20 PM

INTERSTATE COMMERCE COMMISSION

CERTIFIED MAIL -  
RETURN RECEIPT REQUESTED

September 7, 1994

RECORDATION NO. 15291-E FILED 1425

Interstate Commerce Commission  
12th St. & Constitution Ave., N.W.  
Washington, DC 20423

SEP 14 1994 -3 20 PM

INTERSTATE COMMERCE COMMISSION

Attn: Ms. Mildred R. Lee  
Room 2303

Re: Equipment Trust Agreement (Series P-6)  
Recordation No. 15291  
Termination of Trust Agreement

Dear Ms. Lee:

Enclosed are one original and two certified copies of the Termination of Trust Agreement dated as of August 1, 1994, among Rail Car Associates Limited Partnership, Union Tank Car Company and Harris Trust and Savings Bank, as Trustee. Also enclosed are one original and two certified copies of a Bill of Sale from the Trustee to Rail Car Associates Limited Partnership.

Please file both of these documents as supplements to the filing referred to above. Enclosed is our check in the amount of \$36 for the filing fee. Please return the certified copies of each of the documents, stamped to show the filing, to me.

If you have any questions, please call me at (312) 845-5457.

Thank you.

Sincerely,

*Jean Fowler*  
Jean Fowler  
Legal Assistant

jf/  
encls.

UTC4066A

RECORDATION NO. 15291-E FILED 1425

SEP 14 1994 -3 20 PM

INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 15291-E FILED 1425

SEP 14 1994 -3 20 PM

INTERSTATE COMMERCE COMMISSION

RECEIVED  
OFFICE OF THE  
SECRETARY  
SEP 14 3 17 PM '94  
LICENSING BRANCH



A MEMBER OF THE MARMON GROUP OF COMPANIES

**Interstate Commerce Commission**  
Washington, D.C. 20423

9/14/94

OFFICE OF THE SECRETARY

Jean Fowler  
Union Tank Car Company  
225 West Washington Street  
Chicago, Illinois 60606

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/14/94 at 3:20PM, and assigned recordation number(s). 15291-D, 15291-E, and 17838-G and 17838-H.

Sincerely yours,

Vernon A. Williams  
Acting Secretary

Enclosure(s)

( 0100365047) and (0100365048)

\$ 72.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

*James Fort*

STATE OF ILLINOIS)  
COUNTY OF COOK )

RECORDATION NO. 15291-D FILED 1425  
SEP 14 1994 -3 20 PM  
INTERSTATE COMMERCE COMMISSION

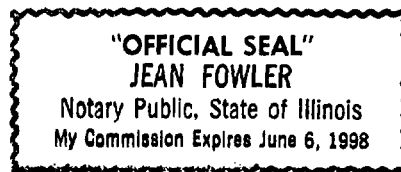
CERTIFICATE

The undersigned, Jean Fowler, a Notary Public in and for said County and State, hereby states that she has compared the attached copy of the Termination of Trust Agreement dated as of August 1, 1994, with the original document thereof, and hereby certifies that such attached copy is a true and correct copy of the original document in all respects.

In Witness Whereof, the undersigned has set her hand and seal this 7th day of September, 1994.

  
Notary Public

4066a



TERMINATION OF TRUST AGREEMENT SEP 14 1994 -3 20 PM

INTERSTATE COMMERCE COMMISSION

This Termination of Trust Agreement is entered into as of August 1, 1994, by and between RAIL CAR ASSOCIATES LIMITED PARTNERSHIP, an Illinois Limited Partnership ("Company"), UNION TANK CAR COMPANY, a Delaware corporation ("Union"), and HARRIS TRUST AND SAVINGS BANK ("Trustee").

### Recitals

A. Company, Union and Trustee entered into an Equipment Trust Agreement ("Trust Agreement") dated August 1, 1987, providing, among other things, for the issuance of Company's Equipment Trust Certificates (Series P-6) in the aggregate principal amount of \$25,750,000 and for the lease of certain equipment ("Trust Equipment") by Trustee to Company.

B. All of the payments due under the Trust Agreement have been made by Company on a timely basis. Pursuant to Section 4.01 of the Trust Agreement, the lease of the Trust Equipment has terminated.

C. Pursuant to Section 4.05 of the Trust Agreement, upon the termination of the lease of the Trust Equipment under the Trust Agreement and upon the making by Company of the payments referred to in Recital B above, title to the Trust Equipment shall vest in Company and Trustee is to execute such instruments as Company may reasonably request in order to make clear that Company has title to the Trust Equipment.


D. The parties wish to execute both this document and a Bill of Sale in order to document the termination of the Trust Agreement and to make clear that title to the Trust Equipment is now vested in the Company.

### Agreement


The Company, Union and Trustee hereby agree, pursuant to Sections 4.01 and 4.05 of the Trust Agreement, that (i) the lease provided for in the Trust Agreement was terminated effective as of August 1, 1994, and (ii) title to all Trust Equipment remaining subject to the Trust Agreement, including all that equipment listed on Schedule A attached hereto, was vested and did vest in Company effective as of August 1, 1994.

Company, Union, and Trustee have caused this Termination of Trust Agreement to be duly executed by their respective officers as of the date first shown above.


RAIL CAR ASSOCIATES LIMITED PARTNERSHIP,  
by its General Partner,  
UNION TANK CAR COMPANY

By:   
R. C. Gluth  
Executive Vice President

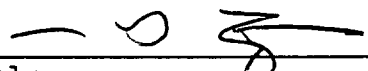
UNION TANK CAR COMPANY

By:   
R. C. Gluth  
Executive Vice President


Attest:

  
Robert W. Webb  
Secretary

HARRIS TRUST AND SAVINGS BANK

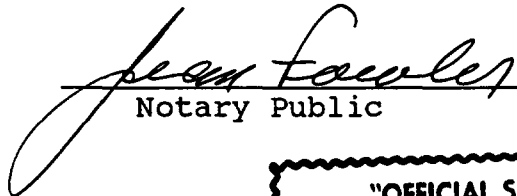
By:   
Title: Assistant Vice President

Attest:

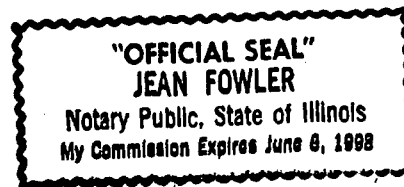
  
UTC3771 ASSISTANT SECRETARY

STATE OF ILLINOIS)  
 ) ss  
COUNTY OF COOK )

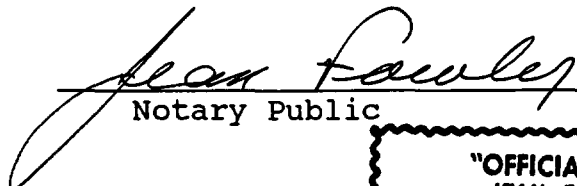
On August 23, 1994, before me personally came R. C. Gluth, to me known, who, being by me duly sworn, did depose and say that he is Executive Vice President of Union Tank Car Company, sole General Partner of Rail Car Associates Limited Partnership, described in and which executed the foregoing instrument; that said instrument was signed on behalf of said Limited Partnership; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Limited Partnership.

  
Notary Public

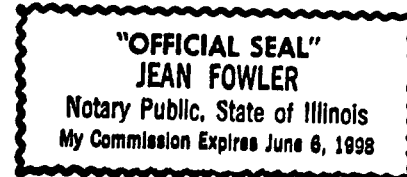
STATE OF ILLINOIS)  
 ) ss  
COUNTY OF COOK )



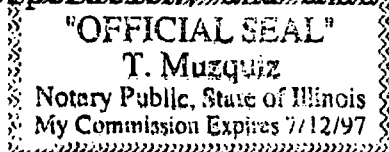
On August 23, 1994, before me personally came R. C. Gluth, to me known, who, being by me duly sworn, did depose and say that he is Executive Vice President of Union Tank Car Company, one of the corporations described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

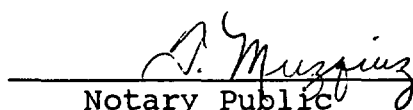
  
Notary Public

STATE OF ILLINOIS)  
 ) ss  
COUNTY OF COOK )



On August 29th, 1994, before me personally came R. EOLTZ, to me known, who, being by me duly sworn, did depose and say that he is ~~Assistant Vice President~~ of Harris Trust and Savings Bank, one of the corporations described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.



  
Notary Public

QUANTITY	A.A.R. MECHANICAL DESIG. CODE	CAPACITY IN GALLONS	ROAD NUMBERS
1	C214	5,701	UTCX57621
68	T055	20,600	UTLX801436-UTLX801446, UTLX801448-UTLX801451, UTLX802094-UTLX802098, UTLX802742-UTLX802744, UTLX802746-UTLX802757, UTLX802759-UTLX802769, UTLX802790-UTLX802811
17	T055	20,700	UTLX802667-UTLX802669, UTLX802671-UTLX802674, UTLX802717-UTLX802726
1	T096	23,500	UTLX647038
34	T104	13,500	UTLX801251-UTLX801254, UTLX801256-UTLX801275, UTLX801685-UTLX801694
315	T104	13,600	UTLX801021-UTLX801025, UTLX801027-UTLX801090, UTLX801092-UTLX801250, UTLX801452-UTLX801481, UTLX801512-UTLX801516, UTLX801539-UTLX801588, UTLX801645-UTLX801646
21	T104	13,700	UTLX801843-UTLX801863
19	T104	14,500	UTLX801417-UTLX801435
31	T104	16,000	UTLX801614-UTLX801644
35	T105	20,900	UTLX802727-UTLX802741, UTLX802770-UTLX802789
85	T106	23,500	UTLX640237-UTLX640270, UTLX812000-UTLX812020, UTLX812971-UTLX812975, UTLX812977-UTLX812999, UTLX813177, UTLX813180
15	T106	23,600	UTLX802462-UTLX802476
36	T527	25,000	UTLX802827-UTLX802834, UTLX802850-UTLX802877
15	T547	25,000	UTLX802812-UTLX802826
82	T549	33,800	UTLX803460-UTLX803483, UTLX803535-UTLX803589, UTLX803603-UTLX803605
220	T549	34,000	UTLX803590-UTLX803596, UTLX803598-UTLX803602, UTLX803606-UTLX803645, UTLX803647-UTLX803659, UTLX803661-UTLX803697, UTLX803699-UTLX803732, UTLX803734, UTLX803868-UTLX803877, UTLX803894- UTLX803897, UTLX804563-UTLX804583, UTLX804599- UTLX804613, UTLX804652-UTLX804663, UTLX804671-

PROGRAM ACTB1021

UNION TANK CAR COMPANY - TREASURERS DEPARTMENT  
SCHEDULE A - DESCRIPTION OF EQUIPMENT TRUST

CERTIFICATE TRUST SERIES: P006

RUN DATE: 08/01/94  
PAGE NO : 2

QUANTITY	A.A.R. MECHANICAL DESIG. CODE	CAPACITY IN GALLONS	ROAD NUMBERS
25	T564	17,300	UTLX804685, UTLX836625-UTLX836630
359	T909	34,000	UTLX820060-UTLX820069, UTLX820123-UTLX820137 UTLX803597, UTLX803646, UTLX803660, UTLX803698, UTLX803733, UTLX804584-UTLX804598, UTLX804686- UTLX804695, UTLX804765, UTLX804890-UTLX805217
3	T929	33,000	UTLX820070-UTLX820072
60	T929	33,300	UTLX820000-UTLX820059
65	T929	33,400	UTLX820073-UTLX820122, UTLX820223-UTLX820237
3	T929	33,500	UTLX804724-UTLX804726
38	T929	34,000	UTLX804727-UTLX804764

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1,548 TOTAL